

# **EXHIBIT D**

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UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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FRANCESCO GALLO,

Plaintiff,

-against-

CASE NO.

07 CV 06418 (CM) (HP)

ALITALIA - LINEE AEREE ITALIANE -  
SOCIETA PER AZIONI, PIERANDREA GALLI,  
and GIULIO LIBUTTI

Defendants.

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1633 Broadway  
47th Floor  
New York, New York 10019-7513

January, 22, 2008  
1:25 p.m.

DEPOSITION of GIULIO LIBUTTI, the Defendant  
in the above-entitled action, taken on behalf of the  
Plaintiff, held at the above time and place, and taken  
before Rachael Hodgson, a reporter and Notary Public  
within and for the State of New York.

12 (Pages 42 to 45)

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<p>1                   <b>G. LIBUTTI</b></p> <p>2     A. I don't know.</p> <p>3     Q. Do you know if McKinzie had a secretary at</p> <p>4     Alitalia?</p> <p>5     MR. KORAL: Objection.</p> <p>6     A. I don't know.</p> <p>7     Q. Do you know if Mr. Gallo received paychecks after</p> <p>8     September 15th of 2005?</p> <p>9     A. I don't know.</p> <p>10    Q. Do you know if Mr. Gallo ever submitted a bill</p> <p>11    for any consultancy services after September of 2005?</p> <p>12    A. Not to me.</p> <p>13    Q. Do you know if he did to anyone?</p> <p>14    A. I don't know.</p> <p>15    Q. Did you ever discuss it with him?</p> <p>16    A. No.</p> <p>17    MR. SMITH: Take a five minute break.</p> <p>18    MR. KORAL: Sure.</p> <p>19    (Whereupon, a short recess was taken from</p> <p>20    2:16 until 2:20 p.m.)</p> <p>21    Q. Did Alitalia ever introduce a pension plan for</p> <p>22    any of its employees?</p> <p>23    A. Pension plan?</p> <p>24    Q. Yes.</p> <p>25    A. When I was in the United States I knew there was</p>		<p>1                   <b>G. LIBUTTI</b></p> <p>2     Mr. Gallo was the only person in charge of all legal</p> <p>3     aspect. He advised the company that the best way was an</p> <p>4     early retirement plan to not have any legal problem.</p> <p>5     Q. Now you said the head office told you to reduce</p> <p>6     the number of employees?</p> <p>7     A. Not to me.</p> <p>8     MR. KORAL: Objection.</p> <p>9     Q. Who did the head office tell that to?</p> <p>10    MR. KORAL: Objection.</p> <p>11    A. The office didn't say to reduce the number of</p> <p>12    employees. The office say that you should take care of</p> <p>13    the cost of the company and of, course, number employees</p> <p>14    means a lot of cost for the company. So one of the</p> <p>15    action, apart of other actions to reduce the cost has</p> <p>16    been taken. We transfer the company from 666 off of</p> <p>17    Fifth Avenue to Empire State Building to reduce the</p> <p>18    cost.</p> <p>19    Q. And whose idea was it to reduce the number of</p> <p>20    employees?</p> <p>21    MR. KORAL: Objection.</p> <p>22    A. It's one of the -- if you have to reduce the cost</p> <p>23    and one of the needs is to reduce the number of</p> <p>24    employees in terms of organization, to reorganize the</p> <p>25    company, to improve efficiency and productivity.</p>
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<p>1                   <b>G. LIBUTTI</b></p> <p>2     a pension plan, yes.</p> <p>3     Q. What about an early retirement plan?</p> <p>4     A. Yeah.</p> <p>5     Q. How many early retirement plans are you aware of?</p> <p>6     A. If I remember, two.</p> <p>7     Q. And when was the first one?</p> <p>8     A. 2004.</p> <p>9     Q. And that was in New York?</p> <p>10    A. Yeah.</p> <p>11    Q. And how did you first become aware of this early</p> <p>12    retirement plan in 2004?</p> <p>13    A. Because we had a meeting with Mr. Galli, Mr.</p> <p>14    Gallo, myself, our financial controller and I was aware</p> <p>15    there was an early retirement plan.</p> <p>16    Q. Who called that meeting?</p> <p>17    A. Probably Mr. Galli.</p> <p>18    Q. Was the early retirement plan Mr. Galli's idea?</p> <p>19    A. No, it was Mr. Gallo's idea.</p> <p>20    Q. And did Mr. Gallo explain to you why?</p> <p>21    A. Because in order to reach the target of the head</p> <p>22    office gave to us in order to reduce the cost of the</p> <p>23    company and number of employees because it was too</p> <p>24    expensive for the company, facing a very strong crisis,</p> <p>25    financial crisis, the best way and the legal way because</p>		<p>1                   <b>G. LIBUTTI</b></p> <p>2     Q. Whose idea what is it?</p> <p>3     MR. KORAL: Objection.</p> <p>4     A. Head office.</p> <p>5     Q. You said before that the head office gave the</p> <p>6     idea of reducing the cost?</p> <p>7     A. Yes.</p> <p>8     Q. Did they also give the idea of reducing the</p> <p>9     number of employees or was that your idea, Mr. Galli's</p> <p>10    idea, or Mr. Gallo's idea.</p> <p>11    A. No, it was not a direct order. They said if it's</p> <p>12    possible according to the law of each country because it</p> <p>13    was a world wide request, please check if there is any</p> <p>14    possibility to reduce the cost of reducing the number of</p> <p>15    employees.</p> <p>16    Q. And that was in 2004?</p> <p>17    A. 2004, yes.</p> <p>18    Q. And can you tell me what steps were taken within</p> <p>19    Alitalia to reduce the number of employees?</p> <p>20    MR. KORAL: Objection.</p> <p>21    A. In 2004 I was -- I mean, Mr. -- the question is</p> <p>22    which step has been taken?</p> <p>23    Q. Yes.</p> <p>24    A. Okay. I mean it has been taken, if I remember</p> <p>25    there was call center project. The call center was</p>